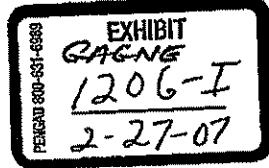


EXHIBIT 17

RODERICK GAGNE - SFC Short Term Loan

Page 1.

From: "AndrewNYao@aol.com"
 To: gagner
 Date: Fri, Oct 8, 1999 8:38 AM
 Subject: SFC Short Term Loan



Rod,

Our latest projections show that SFC's cash flow should be fine until we close on the PPM. However, we are challenged by some of the constraints on the PNC facility. As you know, we can only draw from PNC once a month, the loans must be aged, the loans must be current, and we can only draw in \$500K increments. Consequently, we need to rely on WTC for our intra-month funding, and we still are close to our limits at WTC.

As a result of the foregoing, I personally would derive additional peace of mind if we had liquidity from a short term loan. It isn't a necessity, so I don't want to push it too hard. Nonetheless, there is a benefit to SFC and, therefore, there is another opportunistic investment opportunity for you to consider.

I propose terms similar to our previous private loans: \$1M loan amount, 6% exit fee, 12% interest, 30 day term with a 30 day automatic extension, acceleration of note upon closing a securitization. If \$1M is too high, we can consider a lower amount.

On a positive note, this represents an opportunity for you to add \$70,000 to \$80,000 to your income this year. Let me know what you think.

Andrew

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